



GRAPHITE INDIA LIMITED

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GIL: SEC/SM/23-24/30

July 31, 2023

Bombay Stock Exchange Limited
The Corporate
Relationship Department
1st Floor, New Trading Ring,
Rotunda Bldg., P.J.Towers,
Dalal Street, **Mumbai 400 001.**
DCS-CRD
Scrip Code - 509488

The Manager
Listing Department
National Stock Exchange
Exchange Plaza, 5th Floor,
Plot No-C/1, G Block,
Bandra-Kurla Complex,
Bandra (E)
Mumbai 400 051
Scrip Code - GRAPHITE

Sir,

Sub: Combined Scrutinizer's Report – 48th Annual General Meeting of the Company held on 31st July, 2023

The 48th Annual General Meeting (“AGM”) of Graphite India Limited was held on July 31, 2023 at 11.00 a.m. through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).

We are hereby forwarding herewith the Combined Scrutinizers Report on Remove E-voting & e-voting conducted during the AGM.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For Graphite India Limited

Sanjeev Marda
Dy. Company Secretary

Encl.: As above

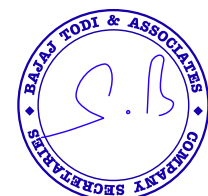
Consolidated Scrutinizer's Report
[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the 48th Annual General Meeting of the Members of Graphite India Limited (the Company) held on 31- July-2023 at 11:00 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

Dear Sir,

1. I, Swati Bajaj, Partner, M/s. Bajaj Todi & Associates, Practising Company Secretaries, have been appointed by the Board of Directors of the Company as the Scrutinizer for the purpose of scrutinizing the voting and remote e-voting process, in a fair and transparent manner, and ascertaining the results on voting and remote e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 (Act) and Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the Notice for the 48th Annual General Meeting (AGM) of the members of the Company held on 31- July-2023 through VC/OAVM.
2. The Management of the Company is responsible for ensuring the compliance with the requirements of the Act and Rules relating to voting through electronic means and voting at the AGM on the resolutions contained in the Notice for the AGM of the members of the Company.
3. My responsibility as a Scrutinizer, for the voting and remote e-voting process, is restricted to
 - a. Conducting the voting at the AGM, as provided in sub-rule (1) of rule 21 of the Rules as applicable, after the end of the discussions on all the resolutions and
 - b. to make a Consolidated Scrutinizer's Report of the votes cast in "favour" or "against" the resolutions based on:
 - i. the reports generated from the E-voting system as provided by Link Intime India Private Limited (LIPL), the authorised agency engaged by the Company to provide E-voting facility.
 - ii. Voting conducted at the AGM, e-voting facility provided by LIPL
4. Further to the above, I submit my report as under:-
 - i) The e-voting period remained open from Friday, 28-July-2023 (9.00 am) and ended on Sunday, 30-July-2023 (5:00 p.m.).



BAJAJ TODI & ASSOCIATES

Practising Company Secretaries

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Kolkata -700020, West Bengal, India
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- ii) The members of the Company as on the “cut-off” date i.e. 24-July-2023 were entitled to vote on the resolutions (item nos. 01 to 07) as set out in the Notice dated 30-May-2023, of the AGM of the members of the Company.
- iii) The members who were present at the AGM but had not cast their votes by availing the remote e-voting facility, also voted at the end of the discussions at the AGM, by using E-Voting facility.
- iv) Immediately after the conclusion of voting at the AGM, the votes cast through remote e-voting were unblocked and counted.
- v) Thereafter, the results of the resolutions that were put to vote at the AGM, have been generated by consolidating the E-voting prior to and during the AGM and are as under:

Total Nos of <u>valid</u> Folios that have cast their vote		:	390
<i>Breakup:</i>			
Through remote e-voting	379		
E-Voting at the AGM	11		
Total No of Shares representing the 390 <u>valid folios</u> that have voted		:	14,37,85,232
<i>Breakup:</i>			
Through remote e-voting	14,37,83,096		
E-Voting at the AGM	2,136		

Item No. 1:-

- (a) Ordinary Resolution for adoption of Audited Financial Statement of the Company for the financial year ended 31st March, 2023 and the Reports of the Board of Directors and Auditors thereon
- (b) Ordinary Resolution for adoption of the Audited Consolidated Financial Statement of the Company for the financial year ended 31st March, 2023 and the Report of the Auditors thereon

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	E-Voting at AGM		
Number of votes cast in favour	143737763	2136	143739899	99.9685
Number of votes cast against	428	0	428	0.0003
Number of votes that abstained	44905	0	44905	0.0312
Total	143783096	2136	143785232	100.0000



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Item No. 2:-

Ordinary Resolution to declare dividend on equity shares for the financial year ended 31st March 2023

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	<i>through remote E-voting</i>	<i>E-Voting at AGM</i>		
Number of votes cast in favour	143782569	2136	143784705	99.9996
Number of votes cast against	228	0	228	0.0002
Number of votes that abstained	299	0	299	0.0002
Total	143783096	2136	143785232	100.0000

Item No. 3:-

Ordinary Resolution for re-appointment of Mr. A V Lodha, (DIN: 00036158), Director retiring by rotation

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	<i>through remote E-voting</i>	<i>E-Voting at AGM</i>		
Number of votes cast in favour	139984263	2136	139986399	97.3580
Number of votes cast against	3798409	0	3798409	2.6417
Number of votes that abstained	424	0	424	0.0003
Total	143783096	2136	143785232	100.0000

Special Business:

Item No. 4:-

Special Resolution for payment of remuneration to directors for a period of five financial years commencing from 1st April, 2023.

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	<i>through remote E-voting</i>	<i>E-Voting at AGM</i>		
Number of votes cast in favour	137202697	2136	137204833	95.4235
Number of votes cast against	6579975	0	6579975	4.5762
Number of votes that abstained	424	0	424	0.0003
Total	143783096	2136	143785232	100.0000



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Item No. 5:-

Special Resolution for appointment of Mr. Sridhar Srinivasan (DIN: 07240718) as a Director /Independent Director for 5 years from 30-May-2023

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	E-Voting at AGM		
Number of votes cast in favour	143756542	2136	143758678	99.9815
Number of votes cast against	26255	0	26255	0.0183
Number of votes that abstained	299	0	299	0.0002
Total	143783096	2136	143785232	100.0000

Item No. 6:-

Ordinary Resolution for payment of remuneration to Cost Auditors for cost audit for financial year 2023-2024

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	E-Voting at AGM		
Number of votes cast in favour	143782285	2136	143784421	99.9994
Number of votes cast against	512	0	512	0.0004
Number of votes that abstained	299	0	299	0.0002
Total	143783096	2136	143785232	100.0000

Item No. 7:-

Special Resolution for issue of Non-Convertible Debentures/Bonds up to Rs. 5,000 Crores on private placement basis

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	E-Voting at AGM		
Number of votes cast in favour	143721332	2136	143723468	99.9570
Number of votes cast against	61465	0	61465	0.0428
Number of votes that abstained	299	0	299	0.0002
Total	143783096	2136	143785232	100.0000

Thanking You,
For Bajaj Todi & Associates



(Swati Bajaj), Partner
C.P.No.3502, ACS: 13216
Date: 31-July-2023

